

February 10, 2025

To,  
The Chief General Manager  
Listing Operation,  
BSE Limited,  
20th Floor, P.J. Towers,  
Dalal Street,  
Mumbai - 400001  
Scrip Code: 533296

To,  
Manager - Listing Compliance  
National Stock Exchange of India Limited,  
'Exchange Plaza' C-1, Block G,  
Bandra Kurla Complex,  
Bandra(E),  
Mumbai - 400051  
Symbol: FMNL

Dear Sir / Ma'am,

**Subject : Compliance Report as per requirement specified in SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 ("SEBI Scheme Circular")**

It is hereby certified that the draft Scheme of Amalgamation between Metawear Limited ('Transferor Company') and Future Market Networks Limited ('Transferee Company') and their respective shareholders does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Scheme circular, including the following:

Sr. No.	Reference	Particulars	Remarks
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements	Complied to the extent applicable
2	Regulation 11 of LODR Regulations	Compliance with securities laws	Complied
Requirements of this circular			
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges	Complied
(b)	Para (I)(A)(3)	Conditions for schemes of arrangement involving unlisted entities	Complied
(c)	Para (I)(A)(4) (a)	Submission of Valuation Report	Complied
(d)	Para (I)(A)(5)	Auditor's certificate regarding compliance with Accounting Standards	Complied
(e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting	Will be complied

For and on behalf of  
Future Market Networks Limited



Anil Cherian  
Head - Legal and Company Secretary

For and on behalf of  
Future Market Networks Limited



Shreesh Misra  
Whole Time Director  
DIN: 01641532



# FUTURE MARKET NETWORKS

catalysing consumption

CIN: L45400MH2008PLC179914

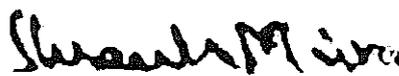
Certified that the transactions / accounting treatment provided in the draft scheme of arrangement involving Metawear Limited and Future Market Networks Limited is in compliance with all the Accounting Standards applicable to a listed entity.

For and on behalf of  
Future Market Networks Limited



**Akhilesh Kalra**  
Chief Financial Officer

For and on behalf of  
Future Market Networks Limited



**Shreesh Misra**  
Whole Time Director  
DIN: 01641532



Future Market Networks Ltd.

Knowledge House, Shyam Nagar, Jogeshwari – Vikhroli Link Road, Jogeshwari (East) Mumbai - 400 060  
Tel.: +91 22 4069 5542 Email : info.fmn@futuregroup.in Website : www.fmn.co.in